

Exhibit B – Declaration of Mr. Hiroshi Sato

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Lehman Brothers Holdings Inc., et al.,

Debtors.

Chapter 11 Case No.

08-13555 (JMP)

Jointly Administered

**DECLARATION OF HIROSHI SATO IN SUPPORT OF
THE RESPONSE OF THE MINAMI-NIPPON BANK LIMITED
TO DEBTORS' OBJECTION TO CLAIM NUMBER 59150
IN THEIR NINETY-SECOND OMNIBUS OBJECTION
TO CLAIMS (NO BLOCKING NUMBER LPS CLAIMS)**

I, Hiroshi Sato, declare as follows:

1. I am Deputy General Manager of the Securities and International Department of The Minami-Nippon Bank Limited ("**MNB**"), a regional Japanese bank headquartered in Kagoshima, Japan at 1-1, Yamashita-cho, Kagoshima-shi, Kagoshima, Japan. I am authorized to execute this declaration on behalf of MNB. Unless otherwise stated in this declaration, I have personal knowledge of the facts set forth herein.

2. This declaration is being submitted in connection with the response of MNB (the "**Response**")¹ to the Debtors' *Ninety-Second Omnibus Objection to Claims (No Blocking Number LPS Claims)* [docket no. 14472] (the "**Objection**") as it relates to MNB's proof of claim in these chapter 11 cases [claim no. 59150] (the "**Claim**"), attached to the Response as **Exhibit A**.

¹ Each capitalized term used herein without definition has the meaning ascribed to it in the Response.

3. MNB purchased certain Lehman Program Securities in 2006 and 2007, with an aggregate par value of \$9 million (the “**Securities**”), through its broker, LBI. Since being purchased, the Securities have been continuously held for MNB by its broker, LBI. MNB has no account with Euroclear Bank or Clearstream Bank.

4. On October 9, 2009, MNB received the notice that is attached to the Response as **Exhibit D** from the LBI Trustee of his determination to allow MNB’s SIPA claims for the Securities.

5. On October 9, 2009, MNB sent to LBI the email attached to the Response as **Exhibit E**, through Hughes Hubbard & Reed LLP, LBI’s counsel, requesting that LBI enable MNB to meet the requirements of the Debtor’s Securities Program Bar Date Notice. MNB attached the Securities Program Bar Date Notice and the Lehman Program Securities list to its email to LBI.

6. MNB sent this email to *LBIprime@hugheshubbard.com*, an address specified by the LBI Trustee for correspondence with LBI from its prime brokerage customers during the SIPA proceeding. However, MNB received an automated delivery error message, attached to the Response as **Exhibit G**, stating that *LBIprime@hugheshubbard.com* was an “invalid recipient.”

7. Between October 9, 2009 and October 23, 2009, MNB made additional efforts to contact LBI. MNB located additional LBI contact information for the LBI Trustee and Hughes Hubbard & Reed LLP in a description of “Information regarding Entities of Lehman Brothers outside Japan” posted on the website of Oh-Ebashi LPC & Partners (counsel to Lehman Brothers Holdings Japan Inc. in connection with its

Japanese civil rehabilitation proceedings in Tokyo District Court) and attached to the Response as **Exhibit H**.

8. On October 16, 2009, MNB sent the email attached to the Response as **Exhibit K** to LBI, both directly and through LBI's counsel. This email again requested that LBI, as MNB's broker and custodian for the Lehman Program Securities, handle the requirements of the Securities Program Bar Date Notice (including the blocking number requirement). MNB again attached the Securities Program Bar Date Notice and the Lehman Program Securities list.

9. Based on the information found on Oh-Ebashi LPC & Partners website, MNB sent this second email to *misdirectedwires@lbitrustee.com*, *LBIprime@hugheshubbard.com*, *okamoto@hugheshubbard.com* and *steinj@hugheshubbard.com*. Aside from the automated receipt from *misdirectedwires@lbitrustee.com*, attached to the Response as **Exhibit L**, MNB received no reply.

10. In addition, between October 16, 2009 and October 23, 2009, MNB repeatedly telephoned the Tokyo offices of Hughes Hubbard & Reed LLP using the numbers listed as LBI contacts on the Oh-Ebashi LPC & Partners website, MNB. However, MNB's calls were placed into voice mail each time and MNB received no return call.

11. On October 28, 2009, MNB filed its Claim in order to ensure its receipt prior to the November 2, 2009 Lehman Program Securities Bar Date. MNB never received blocking numbers from LBI.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of
the United States of America that the foregoing is true and correct.

Dated: March 28, 2011
Kagoshima, Japan

By: *H. Sato*
Hiroshi Sato
Deputy General Manager
Securities and International Department
The Minami-Nippon Bank Limited